

RECORDATION NO. 22671-8  
FILED

JAN 15 '08 -2 41 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A LESTER

January 15, 2008

Anne K. Quinlan, Esquire  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Termination, dated as of December 31, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease previously filed with the Board under Recordation Number 22671.

The names and addresses of the parties to the enclosed document are:

Lessor: Chase Equipment Leasing Inc.  
1111 Polaris Parkway, Suite A3  
Columbus, OH 43065

Lessee: Bessemer and Lake Erie Railroad Company  
P O Box 68  
Monroeville, PA 15146

Anne K. Quinlan, Esq  
January 15, 2008  
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A description of the railroad equipment covered by the enclosed document is:

4 locomotives RELEASED: BLE 900 - BLE 903.

A short summary of the document to appear in the index is:

Memorandum of Lease Termination.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', followed by a horizontal line.

Robert W. Alvord

RWA/sem  
Enclosures

JAN 15 '08

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(Lease Schedule No. 1000101089)

SURFACE TRANSPORTATION BOARD

**MEMORANDUM OF LEASE TERMINATION** dated as of  
December 31, 2007 between **Chase Equipment Leasing Inc.**  
("Chase") and **Bessemer and Lake Erie Railroad Company**  
("BLE").

**WHEREAS, Banc One Leasing Corporation** (predecessor-in-interest to Chase) as lessor and BLE as lessee entered into: (i) a Master Lease Agreement dated as of December 22, 1999 (the "Master Lease") and (ii) a Lease Schedule No. 1000101089 dated December 22, 1999 (the "Schedule") (the Master Lease (to the extent it pertains to the Schedule) and the Schedule being collectively, the "Lease") covering four (4) EMD model SD40TM six-axle 3,000 horse-power diesel-electric locomotives marked BLE 900 to BLE 903 inclusive (the "Equipment"); and

**WHEREAS,** to evidence the Lease, on December 27, 1999 at 2:07 P.M. a Memorandum of Lease Agreement dated as of December 22, 1999 was filed with the Surface Transportation Board pursuant to Section 11301 of Title 49 of the *United States Code* and assigned primary recordation number 22671.

**IN WITNESS WHEREOF,** Chase and BLE wish to show for the public record that, as of the date first above written, the Lease was terminated and accordingly, have caused this Memorandum to be executed by their officers thereunto duly authorized. Each of the undersigned declares under penalty of perjury that he / she holds the title indicated below and that the execution of this instrument was the free act and deed of its corporation.

**CHASE EQUIPMENT LEASING INC.,****BESSEMER AND LAKE ERIE  
RAILROAD COMPANY,**By: 

Its: Officer, Lease End

By: 

Its: Sr. Manager, Asset Finance

**MEMORANDUM OF LEASE TERMINATION** dated as of  
December 31, 2007 between **Chase Equipment Leasing Inc.**  
("Chase") and **Bessemer and Lake Erie Railroad Company**  
("BLE").

**WHEREAS, Banc One Leasing Corporation** (predecessor-in-interest to Chase) as lessor and BLE as lessee entered into: (i) a Master Lease Agreement dated as of December 22, 1999 (the "Master Lease") and (ii) a Lease Schedule No. 1000101089 dated December 22, 1999 (the "Schedule") (the Master Lease (to the extent it pertains to the Schedule) and the Schedule being collectively, the "Lease") covering four (4) EMD model SD40TM six-axle 3,000 horse-power diesel-electric locomotives marked **BLE 900 to BLE 903 inclusive** (the "Equipment"); and

**WHEREAS,** to evidence the Lease, on December 27, 1999 at 2:07 P.M. a Memorandum of Lease Agreement dated as of December 22, 1999 was filed with the Surface Transportation Board pursuant to Section 11301 of Title 49 of the *United States Code* and assigned primary recordation number 22671.

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**CHASE EQUIPMENT LEASING INC.,**

**BESSEMER AND LAKE ERIE  
RAILROAD COMPANY,**

By:  
Its:

  
Officer, Lease End

By:  
Its:

  
Sr. Manager, Asset Finance